
POLICY P.025.GOV

TITLE: BOARD MEMBER CONFLICT OF INTEREST

Date issued: 15 May 1998
Revised: XX October–November 2019
Authorization: Board: 11 May 1998

1.0 OBJECTIVE

To provide the ***requirements for Board members to disclose an interest in accordance with the Municipal Conflict of Interest Act.*** ~~guidelines for trustees with respect to conflict of interest.~~

2.0 DEFINITION

- 2.1 Pecuniary interest** means a financial or monetary interest.
- 2.2 Board Member** means ***any individual elected to serve in the office of trustee as per the Municipal Elections Act.***
- 2.3 Deemed Pecuniary Interest** means ***that the member's spouse, child or parent has a direct or indirect interest.***
- 2.4 Direct Pecuniary Interest** means ***one that expressly or unequivocally has an impact on the individual's personal finances, economic prospects or property value.***
- 2.5 Meeting of the Board** means ***any public or in camera meeting of the Board set out in the OCDSB Standing Rules and By-Laws, all statutory and advisory committee meetings, and any other meeting of the Board established under the Education Act.***
- 2.6 Indirect pecuniary interest** arises
- a) where a Board member:
 - (i) is a shareholder, director or senior officer of a private corporation;
 - (ii) has a controlling interest in or is a director or senior officer of a public corporation; or
 - (iii) is a member of another body, that has a pecuniary interest in a matter which is before the Board; or
 - b) where a Board member's partner or employer has a pecuniary interest in a matter which is before the Board.

3.0 POLICY

- 3.1 ~~In Ontario, the conflict of interest provisions for elected board members are set out in the *Municipal Conflict of Interest Act*.~~
- 3.2 ***A Board member shall not use their office in any way to attempt to influence any decision or recommendation in which the member has a direct, indirect or deemed pecuniary interest.***
- 3.3 ***Where a Board member has questions regarding their obligations under this policy or the Conflict of Interest Act, they may seek advice from the Integrity Commissioner.***
- 3.4 Where a ***Board member*** trustee, either on his/her ***their*** own behalf or while acting for, by, with or through another, has any ***direct, indirect or deemed*** pecuniary interest, ~~direct or indirect, in any matter and is present at a meeting (including a committee or other meeting) of the Board at which the matter is the subject of consideration, he/she~~ ***they shall:***
- a) ***publicly declare the interest, state the general nature of the interest, and have the declaration recorded in the minutes;*** ~~shall prior to any consideration of the matter at the meeting, disclose his/her interest and the general nature thereof;~~
 - b) ***file a written statement of the interest and its general nature with the Secretary of the Board or designate at the meeting or as soon as possible afterwards;***
 - c) ***not take part in the discussion of the matter;***
 - d) ~~shall not take part in the discussion of, or vote on any question in respect of the matter; and~~
 - e) ~~shall not attempt in any way~~ ***whether*** ~~before, during or after the meeting, to influence the voting on any such question~~ ***in respect to the matter; and***
 - f) ***when the meeting is in closed session, leave the room for as long as the matter is under consideration, and have the fact that they left the room recorded in the minutes.***
- 3.5 NOTE: A ***Board*** member is not in conflict by reason of holding an interest "in common" with electors generally, or when the matter is so remote or insignificant in nature that it cannot reasonably be regarded as likely to influence the member.
- 3.6 ~~For purposes of determining conflict of interest, the pecuniary interest, direct or indirect, of a parent, spouse or child of the member shall, if known to the member, be deemed to be also the pecuniary interest of the member.~~
- 3.7 ~~Where the meeting referred to in 3.1 above is not open to the public, in addition to complying with the requirements of that section, the trustee shall forthwith leave the meeting or the part of the meeting during which the matter is under consideration.~~

3.8 The written, signed and dated statement of interest should contain the following information:

a) name of the Board member;

b) type of meeting;

c) date of meeting the matter was considered;

d) subject matter/report/agenda item;

e) general nature of the conflict (except if was an in camera meeting); and

f) date of the meeting at which the conflict of interest was declared.

3.9 The general nature indicated in (e) above should include stating the kind of pecuniary interest involved (direct, indirect or deemed) and the type of relationship (parent, child or spouse) connected to the Board member, if applicable.

3.10 Where the interest of a **Board member** trustee has not been disclosed, as required by 3.41 above, by reason of his/her ~~their~~ absence from the meeting referred to therein, the **member** trustee shall disclose **their** his/her interest and otherwise comply with subsection 3.41 at the first meeting of the Board attended by him/her **they attend** after the meeting referred to in subsection 3.41.

3.11 Every disclosure of interest and the general nature thereof made in ~~3.1, 3.2 and~~ **under section 3.43** above shall, where the meeting is open to the public, be recorded in the minutes of the meeting by the meeting secretary.

3.12 Every declaration of interest made **under section** ~~3.1, 2.2 and 3.43~~ above, but not the general nature of that interest, shall, where the meeting is not open to the public, be recorded in the minutes of the next meeting that is open to the public.

3.13 Where as a result of members declaring conflict of **disclosing an** interest the remaining members are insufficient for a quorum, the remaining members are deemed to constitute a quorum if there are at least two present.

3.14 The Secretary of the Board shall establish, maintain, and make available for public inspection a registry in which shall be kept:

a) a copy of each declaration recorded in the minutes under section 3.4 a); and

b) a copy of each statement filed under section 3.4 b).

NOTE: ~~For further information with respect to specific remedies and potential consequences or outcomes, reference should be made to the Municipal Conflict of Interest Act, c.M.50, § 8-13.~~
In the case of an alleged contravention to this policy, an application may be made pursuant to the Municipal Conflict of Interest Act.

4.0 REFERENCE DOCUMENTS

Municipal Conflict of Interest Act, 8, R.S.O. 1990 c. M.50

OCDSB Policy P.141.GOV Integrity Commissioner

OCDSB Procedure PR.625.HR Corporate Code of Conduct for Business Relationships